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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your warrants in **HOP HING GROUP HOLDINGS LIMITED**, you should at once hand this circular to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

(Warrant Code: 427)

Board of Directors:

Hung Hak Hip, Peter* (*Chairman*)

Wong Yu Hong, Philip**

Sze Tsai To, Robert**

Cheung Wing Yui, Edward**

Seto Gin Chung, John**

Shek Lai Him, Abraham**

Hung Chiu Yee*

Lee Pak Wing*

Wong Kwok Ying

Lam Fung Ming, Tammy

* *Non-executive directors*

** *Independent Non-executive directors*

Registered Office:

Clifton House
75 Fort Street
P.O. Box 1350 GT
Grand Cayman
KY1-1108
Cayman Islands

Principal Place of business in

Hong Kong:
Units E & F, 2nd Floor
Hop Hing Building
9 Ping Tong Street East
Tong Yan San Tsuen
Yuen Long
New Territories
Hong Kong

1 April 2009

*To the holders of Warrants and,
for information only, Shareholders*

Dear Sir/Madam,

EXPIRY OF SUBSCRIPTION RIGHTS ATTACHING TO THE 2009 WARRANTS

The board of directors of Hop Hing Group Holdings Limited (the "Company") wishes to remind holders of the warrants of the Company with the warrant code 427 (collectively, the "2009 Warrants") that the subscription rights attaching to 2009 Warrants entitling the holders thereof to subscribe in cash for new shares of HK\$0.10 each (the "Shares") in the share capital of the Company at the subscription price of HK\$0.25 per Share (subject to adjustment) until 4:00 p.m. on Thursday, 30 April 2009 will, in accordance with the terms and conditions of instrument dated 7 April 2008 (the "Instrument") constituting the 2009 Warrants, expire at 4:00 p.m. on Thursday, 30 April 2009.

In respect of the expiry of the 2009 Warrants, the Company has made the following arrangements regarding the dealings in, transfers of and exercises of the subscription rights attaching to the 2009 Warrants:

LAST DAY FOR TRADING AND LISTING OF 2009 WARRANTS

The last trading day of the 2009 Warrants on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") will be Monday, 27 April 2009 and trading of the 2009 Warrants on the Stock Exchange will cease after close of business at 4:00 p.m. on Monday, 27 April 2009.

LAST DAY FOR EXERCISE OF SUBSCRIPTION RIGHTS

1. Registered Holders of 2009 Warrants

The registered holders of the 2009 Warrants who wish to exercise in whole or in part any of the subscription rights attaching to the 2009 Warrants must lodge with the Hong Kong branch registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited (the "Registrar") at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong the following by no later than 4:00 p.m. on Thursday, 30 April 2009:

- (a) the relevant certificate(s) of the 2009 Warrants;
- (b) the duly completed and signed subscription form(s); and
- (c) the relevant subscription monies.

2. Non-registered Holders of 2009 Warrants

Holders of the 2009 Warrants who have not registered the 2009 Warrants in their names and who wish to exercise in whole or in part any of the subscription rights attaching thereto must lodge with the Registrar at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong the following by no later than 4:00 p.m. on Thursday, 30 April 2009:

- (a) the relevant duly executed and stamped instrument(s) of transfer(s) and/or other document(s) of title;
- (b) the relevant certificate(s) of the 2009 Warrants;
- (c) the duly completed and signed subscription form(s); and
- (d) the relevant subscription monies.

Persons who hold the 2009 Warrants and have not registered the 2009 Warrants in their own names and wish to exercise the 2009 Warrants should note that they may incur additional costs and expenses in connection with any expedited registration of the 2009 Warrants prior to the transfer or exercise of the 2009 Warrants, in particular during the period commencing 10 business days prior to and including the last day for subscription, being 30 April 2009.

Subscription forms and the relevant accompanying documentation lodging with the Registrar later than 4:00 p.m. on Thursday, 30 April 2009 will not be accepted.

ISSUE OF SHARE CERTIFICATE(S)

Shares to be issued pursuant to the exercise of the subscription rights attaching to the 2009 Warrants will, when issued, rank pari passu in all respects with the then existing issued Shares. Under the terms of the Instrument, the Company has 28 days from the date of exercise of the subscription rights attaching to the 2009 Warrants within which to issue the relevant new Shares.

APPLICATION FOR WITHDRAWAL OF LISTING

An application has been made to the Stock Exchange for the withdrawal of listing of the 2009 Warrants with effect from 4:00 p.m. on Thursday, 30 April 2009.

The closing prices of the Shares and the 2009 Warrants quoted on the Stock Exchange on 27 March 2009 (being the latest practicable date prior to the printing of this circular) were HK\$0.40 per Share and HK\$0.08 per 2009 Warrant, respectively.

Holders of the 2009 Warrants, who are in doubt as to their position or to the actions to be taken should consult their stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

Yours faithfully,
By Order of the Board
Hop Hing Group Holdings Limited
Wong Kwok Ying
Executive Director and Company Secretary